

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

IN RE:) **Chapter 11**
)
MICHAEL REESE MEDICAL) **Case. No. 08-25811**
CENTER CORPORATION,)
) **Hon. John H. Squires**
Debtor.

**STIPULATION AND ORDER OF FIRST AMENDMENT TO INTERIM ORDER:
(1) APPROVING POST-PETITION FACTORING AGREEMENT; (2) GRANTING
SECURITY INTERESTS AND SUPERPRIORITY ADMINISTRATIVE
EXPENSE TREATMENT; (3) APPROVING SUN CAPITAL
HEALTHCARE, INC.'S FEES AND COSTS; AND (4) SETTING FINAL HEARING**

WHEREAS, on September 28, 2008 (the "**Petition Date**"), Michael Reese Medical Center Corporation (the "**Debtor**") filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code (the "**Case**"). The Debtor continues to operate its business and manage its property as a debtor-in-possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in this Case;

WHEREAS, on October 7, 2008, the Official Committee of Unsecured Creditors (the "**Committee**") was appointed in the Case by the Office of the United States Trustee;

WHEREAS, on October 3, 2008, the Debtor filed a Motion for entry of an Interim and Final Order: (1) Approving Postpetition Factoring Agreement; (2) Granting Security Interests and Superpriority Administrative Expense Treatment; and (3) Approving Sun Capital Healthcare, Inc.'s Fees and Costs (the "**Factoring Motion**").

WHEREAS, on October 8, 2008, the Court entered an Interim Order approving the Factoring Motion (the "**Interim Factoring Order**").

1. All capitalized terms used herein have the meanings ascribed thereto in the Interim Factoring Order and by this reference are made a part hereof.

2. Section 6.8 of the Interim Factoring Order is hereby amended to extend the deadline therein for the Committee and MRL Acquisition, LLC to October 27, 2008 at 5:00 p.m. to file objections, if any, to the Interim Factoring Order.

3. Section 6.8 of the Interim Factoring Order is hereby further amended to continue the date of the Final Hearing to October 30, 2008 at ^{9:30}~~10:00~~ a.m.

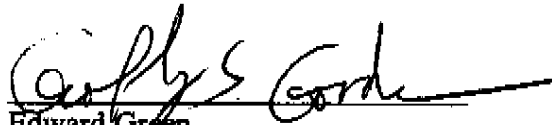
4. Except as expressly set forth herein, the terms of the Interim Factoring Order are not altered and remain in full force and effect.

5. The terms of this Order were negotiated in good faith and at arms' length.

6. If any or all of the provisions of this Order or the Interim Factoring Order are hereafter modified, vacated or stayed by subsequent order of this Court or any other court, such subsequent order shall not affect the priority, validity, enforceability or effectiveness of any lien, security interest, priority, adequate protection or other benefit authorized with respect to any cash collateral used or Post-Petition Obligations incurred prior to the effective date of such subsequent order, and all such liens, security interests, priorities, adequate protection and other benefits shall be governed in all respects by the provisions of the Interim Factoring Order, as amended hereby.

DATED: October __, 2008

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Honorable John H. Squires
United States Bankruptcy Judge


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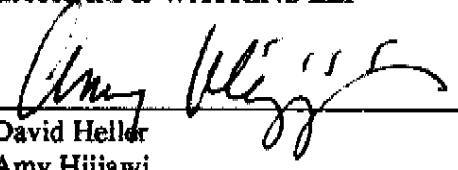
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DATED: October 22, 2008

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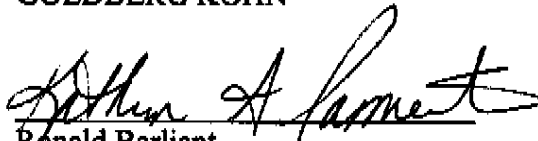
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